

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
NU-GRO LTD.		07/01/2011	CORPORATION: CANADA
RECEIVING PARTY DATA			
Name:	AGRIUM INC.		
Street Address:	13131 LAKE FRASER DRIVE SE		
City:	CALGARY		
State/Country:	CANADA		
Postal Code:	T2J 7E8		
Entity Type:	CORPORATION: CANADA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1565300	EVERGRO	
CORRESPONDENCE DATA			
Fax Number:	(403)265-7219		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	pinsentl@bennettjones.com		
Correspondent Name:	LORRAINE PINSENT		
Address Line 1:	4500 855 2ND STREET SW		
Address Line 4:	CALGARY, CANADA T2P 4K7		
ATTORNEY DOCKET NUMBER:	61873-508		
DOMESTIC REPRESENTATIVE			
Name:			
Address Line 1:			
Address Line 2:			
Address Line 3:			
Address Line 4:			

OP \$40.00 1565300

NAME OF SUBMITTER:	LORRAINE PINSENT
Signature:	/LORRAINE PINSENT/
Date:	08/05/2011
Total Attachments: 2 source=EVERGRO Assignment 2#page1.tif source=EVERGRO Assignment 2#page2.tif	

ASSIGNMENT OF TRADEMARK

WHEREAS Nu-Gro Ltd. c/o Agrium Advanced Technologies ("**Assignor**"), whose principal office or place of business is 2915 Rocky Mtn. Ave., Ste 400, Loveland, CO 80538, has agreed to transfer to Agrium Inc. ("**Assignee**"), whose principal office or place of business is 13131 Lake Fraser Drive S.E., Calgary, Alberta, T2J 7E8, the trademarks in the attached Schedule "A", and all goodwill and reputation attached thereto and all rights in any matured cause of action related thereto in the United States and throughout the World (all of which is hereinafter called the "**Trademarks**"); and

WHEREAS Assignee, is desirous of acquiring all right, title and interest in and to the said Trademarks, all goodwill and reputation attached thereto and all rights in any matured cause of action related thereto;

NOW THEREFORE in consideration of the terms of an Asset Purchase Agreement between the Assignor and the Assignee, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor, hereby sells, assigns, transfers and sets over unto the said Assignee, the entire and exclusive right, title and interest in and to said Trademarks, including all goodwill and reputation attached or related thereto and any matured cause of action related to said Trademarks.

EFFECTIVE on July 1, 2011 at 12:01:01 a.m. and executed in the City of CALGARY, in the Province of ALBERTA.

NU-GRO LTD.

Per: 

SCHEDULE "A"

Trademark

Registration No.

EVERGRO

1,565,300

MBDOCS_5555894.2

RECORDED: 08/05/2011

TRADEMARK
REEL: 004599 FRAME: 0298